



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed May 11, 2020


United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE

EVEREADY SERVICES, INC

DEBTOR

§
§
§
§
§

Case No. 20-30225

**AMENDED ORDER AUTHORIZING
DEBTOR TO SELL PROPERTY OF THE ESTATE**

This matter having come before this Court on the Emergency *Motion to Sell Property of the Estate* (the "Motion"), pursuant to 11 U.S.C. §§363(b) and (f), and Rule 6004 of the Federal Rules of Bankruptcy Procedure, filed by Eveready Services, Inc., Debtor and Debtor-in-Possession ("Debtor"); the Court finds that it has jurisdiction of this matter pursuant to 28 U.S.C. §§157 and 1334; the Court finds that this is a core proceeding pursuant to 28 U.S.C. §157(b)(2); the Court finds

that the Debtor has shown good, sufficient and sound business purpose and justification for the relief requested in the Motion; the Court finds that the relief requested in the Motion is in the best interests of the Debtor, its estate and the creditors thereof; the Court finds that proper and adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary; the Court finds that no creditor has filed an objection that has not been resolved to the Motion; and the Court finds that, upon the record herein after due deliberation thereon, hereby makes the following Findings of Fact and Conclusions of Law:

I. FINDINGS OF FACT AND CONCLUSIONS OF LAW

IT IS HEREBY FOUND AND DETERMINED THAT:

1. The Debtor various assets which including but not limited to racking and related moving equipment, accounts receivable, trucks, and its list of customers as set forth in the Motion and the Asset Purchase Agreement (“APA”) attached hereto as Exhibit “A” and incorporated herein by reference for all purposes (Assets) which the Debtor seeks to sell.
2. A reasonable opportunity to object or be heard regarding the Motion has been afforded to all interested persons and entities, including those claiming an interest in the Assets.
3. The Debtor has determined in the exercise of their reasonable business judgment to sell the Assets.
4. The Debtor has demonstrated good, sufficient and sound business reasons and justification for the sale of the Assets as requested in the Motion.
5. The sale of the Assets, under Section 363(b) and (f) of the Bankruptcy Code for consideration noted in the Motion is in the best interests of the Debtor, their estate and their creditors.
6. The offer made by CSMC LLC (the “Purchaser”) for the Assets, to the estate for the purchase of the Assets pursuant to Section 363 of the Bankruptcy Code constitutes the highest and best offer received by the Debtor for their interests in the Assets.
7. The consideration to be paid constitutes adequate and fair value for the Assets.

8. The sale of the Assets was negotiated and entered into in good faith and from arm's-length positions between the Debtor and the Purchaser.
9. The Purchaser of the Property is a good faith purchaser as that term is used in Section 363(m) of the Bankruptcy Code.

II. ORDERS OF THE COURT:

Based on the foregoing Findings of Fact and Conclusions of Law, it is hereby,

ORDERED that the Motion is granted. It is further,

ORDERED that, pursuant to Section 363 of the Bankruptcy Code, and subject to the terms and conditions set out in this Order, the Debtor is authorized to sell the Assets free and clear of all liens, interests, claims and encumbrances, except for the liens that secure 2020 ad valorem taxes which shall remain attached to the Assets, to the Purchaser in exchange for the consideration of \$90,000, It is further,

ORDERED that the parties are authorized and directed to take all actions, including the execution of documents, necessary or appropriate to effect the sale of the Assets. It is further,

ORDERED that, at Closing all proceeds shall be paid to Debtor to be held in the Debtor-in-possession account subject to further Order of this Court. It is further,

ORDERED that the Purchaser is afforded the protections of a good faith purchaser under Section 363(m) of the Bankruptcy Code. It is further,

ORDERED that all entities, governmental or otherwise, shall accept and honor the sale of the Assets, in accordance herein and the Bankruptcy Code. It is further,

ORDERED that this sale is final and shall be effective and enforceable immediately upon entry and shall not be stayed pursuant to Bankruptcy Rule 6004(g).

END OF ORDER